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TRANSMITTAL LETTER

FILED

00 MAR 13 AM 11:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

SUBJECT:

SIMPLY COUPONS, INCORPORATED

Proposed corporate name - must include suffix)

500003167595
-03/13/00-01136-001
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

MICHAEL LUTTINGER

Name (printed or typed)

11168 MAINSAIL DRIVE

Address

COOPER CITY, FL 33026

City, State & Zip

954-432-7187

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

PH
3/20/2000

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

SIMPLY COUPONS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11168 MAINSAIL DRIVE
COOPER CITY, FL 33026

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MICHAEL LUTTINGER
11168 MAINSAIL DRIVE
COOPER CITY, FL 33026

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

50% MICHAEL LUTTINGER
11168 MAINSAIL DR
COOPER CITY, FL. 33026


50% MICHAEL GOLDBERGER
11168 MAINSAIL DR
COOPER CITY, FL 33026

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

10 day of MARCH, 2000



Signature



Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: SIMPLY COUPONS, INC

2. The name and address of the registered agent and office is:

MICHAEL LUTTINGER
(NAME)

11168 MAINSAIL DR
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

COOPER CITY, FL 33026
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

3/10/00
(DATE)